

KATTEN MUCHIN ROSENMAN LLP
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Attorneys for Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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BAX GLOBAL, INC. and BAX GLOBAL, S.A.,	:	Case No. 07 Civ. 10457 (NRB)
	:	
Plaintiffs,	:	PLAINTIFFS' REPLY
-against-	:	<u>TO COUNTERCLAIM</u>
	:	
OCEAN WORLD LINES INC.,	:	
	:	
Defendant.	:	
-----	X	

Plaintiffs BAX Global, Inc. and BAX Global, S.A., by their attorneys, Katten Muchin Rosenman LLP, as and for their reply to the counterclaim asserted by defendant Ocean World Lines Inc. ("OWL") at ¶¶ 30-34 of its Answer to the Complaint and Counterclaim, dated April 23, 2008, respectfully state as follows:

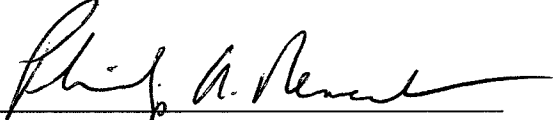
1. Neither admit nor deny the allegations set forth at ¶ 30 of OWL's Answer to the Complaint and Counterclaim.
2. Deny the allegations set forth at ¶ 31 of OWL's Answer to the Complaint and Counterclaim.
3. Deny the allegations set forth at ¶ 32 of OWL's Answer to the Complaint and Counterclaim, and respectfully refer all questions of law to this Court at the time of trial.
4. Deny knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 33 of OWL's Answer to the Complaint and Counterclaim, and respectfully refer all questions of law to this Court at the time of trial.

5. Deny the allegations set forth at ¶ 34 of OWL's Answer to the Complaint and Counterclaim insofar as they suggest plaintiffs owe any "outstanding freight charge."

WHEREFORE, plaintiffs BAX Global, Inc. and BAX Global, S.A. demand judgment dismissing defendant Ocean World Lines' counterclaim against them, together with costs and such other and further relief as this court deems just and proper.

Dated: New York, New York
May 9, 2008

KATTEN MUCHIN ROSENMAN LLP

By: 
Philip A. Nemecek (PN-3319)

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TO: CICHANOWICZ, CALLAN, KEANE, VENGROW & TEXTOR, LLP
Attorneys for Defendant
61 Broadway, Suite 3000
New York, New York 10006
(212) 344-7042

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

Philip A. Nemecek, being duly sworn, deposes and says:

I am not a party to this action, I am over 18 years of age and I reside in Westchester County, New York.

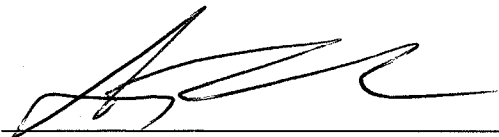
On May 9, 2008, I served the within **Plaintiffs' Reply to Counterclaim** upon the attorneys listed below at the addresses designated by said attorneys for that purpose by depositing a true copy of same enclosed in a postage paid, properly addressed envelope in an official repository under the exclusive care and custody of the United States Postal Service within the State of New York.

Cichanowicz, Callan, Keane, Vengrow & Textor, LLP
61 Broadway, Suite 3000
New York, New York 10006



PHILIP A. NEMECEK

Sworn to before me this
9th day of May 2008



Notary Public

JAMES TAMPPELLINI
NOTARY PUBLIC, State of New York
No. 02TA6130042
Qualified in Suffolk County
Commission Expires July 03, 2009